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10 Marks, Dean O. Morton, Lida Urbanek and Richard
P. Wallace

11

12 UNITED STATES DISTRICT COURT
13 NORTHERN DISTRICT OF CALIFORNIA – SAN FRANCISCO DIVISION

14

15 IN RE KLA-TENCOR CORPORATION
16 SECURITIES LITIGATION

Master Case No. C 06-4065 MJJ

17 CLASS ACTION

18 **STIPULATION AND [PROPOSED]
19 ORDER TO TAKE MOTION TO DISMISS
OFF CALENDAR**

20

21 THIS DOCUMENT RELATES TO:
ALL ACTIONS

22 All parties to this action, by and through their undersigned counsel of record, hereby
23 stipulate and agree, subject to court approval, as follows:

24 WHEREAS, all defendants filed motions to dismiss the operative Consolidated Complaint
25 on May 21, 2007, which are now set for hearing before the Court on December 14, 2007;

26 WHEREAS, Co-Lead Plaintiffs and Defendant KLA-Tencor Corporation have reached an
27 agreement in principle to settle this action in its entirety, including all claims against all
defendants, subject to completion of satisfactory documentation, notice, and court approval, and

28
MORGAN, LEWIS &
BOCKIUS LLP
ATTORNEYS AT LAW
SAN FRANCISCO
STIPULATION AND [PRPD] ORDER TO TAKE
MOTION TO DISMISS OFF CALENDAR
1-SF/7641558.1

1 WHEREAS, based on the foregoing, defendants request that their pending motions to
2 dismiss be taken off calendar, without prejudice to restoring them to the Court's calendar at a
3 later date in the event the settlement is not concluded for any reason or is not approved by the
4 Court,

5 NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED, by and between
6 the undersigned counsel for all parties, as follows:

7 1. Defendants' Motions to Dismiss, currently set for hearing on December 14, 2007
8 at 2:30 p.m., are hereby taken off calendar, without prejudice to restoring them to the Court's
9 calendar at a later date in the event the settlement is not concluded for any reason or is not
10 approved by the Court.

11 2. The parties shall file a Stipulation of Settlement within 30 days of the date of this
12 Stipulation, or, should the parties fail to enter a Stipulation of Settlement, shall file a joint status
13 report with the Court regarding further action in the case.

14 **IT IS SO STIPULATED.**

15 DATED: December 11, 2007

MORGAN, LEWIS & BOCKIUS LLP

16
17 By: _____ /s/
Joseph E. Floren

18 **Attorneys for Defendants KLA-Tencor**
19 **Corporation, Edward W. Barnholt, H. Raymond**
20 **Bingham, Robert T. Bond, Richard J. Elkus, Jr.,**
21 **Jeffrey L. Hall, Stephen P. Kaufman, John H.**
Kispert, Michael E. Marks, Dean O. Morton,
Lida Urbanek and Richard P. Wallace

22 I, Joseph E. Floren, am the ECF User whose ID and password are being used to file this
23 STIPULATION AND [PROPOSED] ORDER. In compliance with General Order 45, X.B., I
hereby attest that each of the 7 signatories identified below has concurred in this filing.

1 DATED: December 11, 2007

2
3
4
BERMAN DEVALERIO PEASE TABACCO
BURT & PUCILLO
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17 **Plaintiffs' Executive Committee**

DATED: December 11, 2007

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Attorneys for Defendant Gary Dickerson

DATED: December 11, 2007

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DATED: December 12, 2007

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**STIPULATION AND [PRPD] ORDER TO TAKE
MOTION TO DISMISS OFF CALENDAR WITHOUT
PREJUDICE**

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8 DATED: December 11, 2007

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18 **Attorneys for Defendant Kenneth L. Schroeder**

19 DATED: December 11, 2007

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29 **Attorneys for Defendant Jon D. Tompkins**

O R D E R

**PURSUANT TO STIPULATION, AND GOOD CAUSE APPEARING, THE
COURT ORDERS:**

1. Defendants' Motions to Dismiss, currently set for hearing on December 14, 2007 at 2:30 p.m., are hereby taken off calendar, without prejudice to restoring them to the Court's calendar at a later date in the event the settlement is not concluded for any reason or is not approved by the Court.

2. The parties shall file a Stipulation of Settlement within 30 days of the date of this Stipulation, or, should the parties fail to enter a Stipulation of Settlement, shall file a joint status report with the Court regarding further action in the case.

Dated: December 12, 2007

